



PAMA Bylaws

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Article One: Association

The name of this Association shall be: **Professional Aviation Maintenance Association, Inc.**

Article Two: Purpose

The purpose of this association is to promote a high degree of professionalism among aviation maintenance personnel; to foster and improve methods, skills, learning, and achievement in the field of Aviation Maintenance; to conduct national, state, and local meetings and seminars; to recognize achievement in the field of Aviation Maintenance; to publish, distribute, and disseminate news, technical bulletins, journals, and other appropriate publications dealing with the trade of Aviation Maintenance; to collaborate with other organizations in aviation in the queries of governmental agencies pertaining to maintenance rules and guidelines.

Article Three: Membership

Section 1. Regular Voting Membership

To be eligible for regular membership, an applicant must hold a certificate issued by the Federal Aviation Administration under FAR Part 65, Sub Part D, Mechanics; and Sub Part E Repairmen; avionics technicians holding FCC General Radio and Telephone certificates, or an equivalent certificate of any country.

Section 2. Associate Non-Voting Membership

To be eligible for associate membership, an applicant must be actively engaged in the field of aviation. Voting is permitted by associate members on chapter issues; non-voting on national issues.

Section 3. Student Non-Voting Membership

To be eligible for student membership, an applicant must be a registered student of an approved Federal Aviation Administration school in pursuit of an Airframe or Powerplant Technician rating. Eligibility is also granted to apprentice technicians, avionics students, and Armed Forces technicians holding the appropriate MOS in Airframe or Powerplant Maintenance.

Section 4. Honorary Non-Voting Membership

To be eligible for honorary membership, an applicant must be approved by the Board of Directors.

Section 5. Company Membership

To be eligible for company membership, an applicant first must be actively engaged in aviation. Each company member shall be permitted to send one representative to the general membership meetings as a regular voting member with voting privileges. The Board of Directors shall appoint four company member advisors. These Industry Advisors shall represent the company members at the Board of Directors' meetings.

Section 6. Educational Membership

To be eligible for educational membership, an applicant must hold a certificate issued by the Federal Aviation Administration under FAR Part 147, Aviation Maintenance Technician Schools. Each educational member shall be

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permitted to send one representative to the general membership meetings as a regular voting member with voting privileges.

Section 7. Military Membership Non-Voting

To be eligible for military membership, an applicant must be an Armed Forces technician holding the appropriate MOS in Airframe or Powerplant Maintenance. Voting is permitted on Chapter issues.

Article Four: Association Meetings

A) An annual meeting designated as the General Membership Meeting will be held as part of an Annual Symposium and Trade Show. The purpose of this meeting shall be for the membership to ask questions or provide input to the Board of Directors in regard to association business.

B) The time and place of the Symposium and Trade Show, and affiliated functions shall be determined by the Board of Directors.

C) At least two meetings of the Board of Directors will be called by the Chairman during each year. The time and place for such meeting will be announced at least sixty (60) days prior to said meeting.

D) A special meeting of the Board of Directors may be called by the Chairman or upon the written request of five (5) members of the Board of Directors. At least ten (10) days notice must be given to the full board prior to the meeting being held.

E) **Business Conducted Without a Meeting.** Except as otherwise provided by law, the Board may, at the request of the Chairman, take any action or adopt any resolution by approved electronic means, vote under such procedures as may be adopted from time to time by the Board. Such action or resolution shall be authorized, approved, and adopted upon receiving the affirmative vote of at least a majority of the votes returned to PAMA provided that the number of votes returned to PAMA within the time specified in the ballot is at least 50 percent plus one of the Board members at the time in office.

F) **Meetings by Telephone or Other Communications Technology.** One or more Board members may participate in any meeting of the Board, or of a committee of the Board, by means of conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other or by any other communications technology at the time permitted by law.

Article Five: Voting

Section 1. Board of Directors Meeting

A) At all meetings of the Board of Directors, fifty percent (50%) of the Directors shall be necessary and sufficient to constitute a quorum for the transaction of business.

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B) The act of a majority, fifty percent (50%) plus one (1), of the Directors present at any meeting at which there is a quorum shall be the act of the Board except as otherwise specifically provided in these bylaws or by statute.

C) A procedure for electronic voting by a secure forum shall be established by the Board of Directors and documented in the policy manual. It shall provide for at least the following:

1. A list of eligible voters on the Board of Directors.
2. A method for discussion
3. A time line for discussion and deadline for the completion of the vote as determined by the Board of Directors.
4. A verification of ballots and security of the system.
5. A verified ballot count.
6. Publication of the results

Section 2. General Membership

A) Business requiring a vote of the general membership will be done by mail ballot.

B) A procedure for voting by mail shall be established by the Board and shall provide for at least the following:

- 1) establishment of the list of eligible voters
- 2) time frame for sending and returning ballots
- 3) verification of authenticity of returned ballots
- 4) counting of ballots
- 5) publication of results

C) The act of a majority, fifty percent (50%) plus one (1), of those returning ballots shall be considered as the act of the Membership except as otherwise specifically provided in these bylaws or by statute.

Article Six: Order of Business -- Deleted.

Article Seven: Directors and Officers

Section 1. Board of Directors

A) The Board of Directors shall consist of the following members:

- 1) The elected officers, a minimum of six (6), elected in accordance with procedures listed elsewhere in these bylaws.
- 2) One director for each of the FAA Regions selected by the local chapters in that region. In the event there is no chapter in a region, the position can be filled by the Chairman.
- 3) The Chairman, subject to Board approval, shall appoint seven positions. At least four (4) of these appointments will be filled with Industry Advisors in accordance with the provisions of Article Three, Section Five of these bylaws. The remaining three positions will be used to provide for the current needs of the Association.
- 4) The immediate past Chairman.

B) With the exception of elected officers, all members serve a one-year term.

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C) The Chairman, or Chairman-elect, will present a list of nominees for appointed positions to the Board at the scheduled board meeting prior to the start of the next fiscal year.

D) Vacancies on the board may be filled, for the unexpired portion of the term, by action of the Chairman.

E) The Board of Directors shall be responsible for the business and affairs of the Association. They are empowered to employ personnel and delegate authority as they deem necessary in fulfilling this responsibility.

F) The elected Chairman will serve as Chairman of the Board.

G) Such Board of Directors shall only act in the name of the Association when it shall be regularly convened by the Chairman after due notice to all directors of such meeting.

H) Under no circumstances shall an individual have more than one vote.

Section 2. Officers

A) There shall be a minimum of six (6) elected officers: Chairman, Vice Chairman, Directors(2), Secretary, Treasurer.

B) Officers may serve no more than two consecutive terms in any one elected office. A term shall be two (2) years. Only one office may be held at a time.

C) Elected officers must be certificated A and/or P Technicians or FCC General Radio and Telephone Certificated Avionics Technicians.

D) The procedure for election of officers shall be as follows:

- 1) The Nominating Committee will select a slate of nominees for positions that will be vacated during the next year.
- 2) The Board of Directors will vote on the prepared slate. In the event that a negative vote occurs for a slated candidate, a new nominee will be selected by the Board voting as a whole.
- 3) Those selected by the Board will be sent to the general membership for ratification by a mail ballot. An office for which the nominee does not receive a majority (50% plus one of those voting) of positive votes will be considered as vacant.
- 4) Vacancies, for the unexpired portion of a term, will be filled by action of the Board at a regular meeting.

E) Duties and responsibilities of the elected officers will be published in the association's policy manual.

F) In the event a person fails to fulfill the responsibilities of an office, the position may be declared vacant by a majority of the Board at any official meeting.

Section 3. Standing Committees - Deleted

Article Eight: Meetings -- Vacant.

Article Nine: Chapters

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- A) Ten (10) members of this Association may associate to form a chapter of such association. You may be a member of the National Association without being a member of a chapter.
- B) To form a chapter or revoke its charter, the requirements set forth in the PAMA Policy and Procedures Manual shall be followed.
- C) Upon receipt of the information required by Section B hereof, then, upon the approval of the National Board of Directors of the Association, charter and chapter name shall be issued to such chapter.
- D) Charters, once issued and confirmed, shall be subject to revocation only in accordance with the guidelines set forth in the PAMA Policy and Procedures Manual.
- E) Each chapter member shall first be a member of the National Association.

Article Ten: Finances

- A) The funds and assets are to be maintained to the credit of the Association. Funds shall be dispersed as budgeted by the Board of Directors.
- B) Signature requirements for drafts or checks upon the Association funds shall be in accordance with the Governance Policy, G-7, Role of the Treasure. The National Association has no control over chapter funds.
- C) Any expenditures or withdrawals of Association funds for any purpose shall be only by Association checks, except payments as may be made from a petty cash fund, as allowed at the discretion of the National Board of Directors. The National Office shall maintain a petty cash fund and all expenditures will be verified by receipts.
- D) The Treasurer shall be responsible for arranging for quarterly internal audits plus providing annual audit by a Certified Public Accountant. The fiscal year of this Association shall be July 1 to June 30.
- E) All officers and employees of the Association that are involved with the handling of the Association funds shall be bonded, and fees for such bonding shall be paid by this Association.

Article Eleven: Dues

- A) Membership dues will be reviewed and set by a vote of the Board of Directors, determined by the Association's budgetary requirements.
- B) Membership fees will be renewable on member's anniversary month each year.

Article Twelve: Amendments

Section 1.

- A) Any alterations, amendments, or additions to the following Articles will require a vote of the general membership by mail ballot. 1) Article 1: Association 2) Article 2: Purpose 3) Article 9: Chapters

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B) Any interested member, chapter, or Board member may initiate an amendment by submitting a proposal to the elected Secretary at least 45 days prior to the Board meeting at which it is to be considered.

C) A proposed amendment must pass the Board of Directors with a simple majority before being sent to the membership for a vote.

D) Ballots will be sent to the general membership at least 120 days prior to the proposed effective date.

E) The effective date shall be included in the proposal.

Section 2.

A) Any alterations, amendments, or additions to Articles other than those listed in Section 1 may be made by the affirmative vote of two-thirds of the votes cast at any meeting of the Board of Directors at which at least two-thirds of the Directors then in office are present.

B) Any interested member, chapter, or Board member may initiate an amendment by submitting a proposal to the elected Secretary at least 45 days prior to the Board meeting at which it is to be considered.

C) The General membership shall be informed of any such action taken under this section within thirty days.

Section 3.

A) All votes on amendments will be subject to any special provisions that are a part of the bylaws (i.e. Article 2).

Article Thirteen: Miscellaneous

A) Except as herein provided, all proceedings of the Association and its chapters shall be conducted according to "Robert's Rules of Order."

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Appendix

Bylaw Revisions

March 24, 2000 Revisions

- I. Article Two, Purpose: Remove second paragraph.
 - Purpose: The paragraph does not amplify our purpose, is untrue (we are not non-profit), is misleading (some think the term “non-union” means anti-union), and is unnecessary (and unconstitutional) because our by-laws are already specific on the methods by which changes are affected.
- II. Article Three, Section 1: Add FCC Certified Avionic Technicians to those eligible for Regular Membership.
 - Purpose: To appropriately recognize the status of the certificated Avionics maintenance professional and encourage their active participation in determining the destiny of their Chapter, their Region, and the Board of Directors.
- III. Article Three, Section 2: Change to: Associate Membership, Voting Permitted on Chapter Issues, Non-Voting on National Issues
 - The Associate members are traditionally among the most active in our Chapters. Many organize, coordinate and actually run most of the Chapter functions. They pay the same dues as a Regular Member. Their involvement should be elevated to voting on the issues which most affect their Chapter business.
- IV. Article Nine, Section E: Change to read: Each Chapter Member shall first be a member of the National Association.
 - PAMA is an organization of individual aviation maintenance professionals, which may also be organized into Chapters. Chapter affiliation is a benefit of and a subset of National membership. The strength of the National Organization is determined, in part, by the size of its membership roster. Chapter membership without National membership weakens the National effort through reduced funding and participation.

April 27, 2004 Revisions

- V. Remove Series 10-4 from the title of the PAMA Bylaws.
 - Purpose: To make the bylaws a “stand alone” document. The original Bylaws were encompassed within the original Policy and Procedures as Series 10-4. The Governance Policy has replaced the Policy and Procedures, hence there is no series 10-4.
- VI. Article Three, Section 5: Change the title of the selected “Company Representative to the Board of Directors” to “Industry Advisor to the Board of Directors.”
 - Purpose: Our current Bylaws do not mirror the new Governance Policy, G-11, Role of the Industry Advisors.
- VII. Article Four: Change the title for Article Four to “Association Meetings”
 - Purpose: Change the title to reflect the article.
- VIII. Article Four: Add Item E) and Item F)
- IX. Purpose: Our current Bylaws do not take into consideration the advancements in technology that could be used to conduct Association business. Conducting business using these means, while not being permitted within our Bylaws could render the business out of order.
- X. Article Five, Section 1: Add Item C)

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- Purpose: Our current Bylaws do not take into consideration the advancements in technology that could be used to conduct Association business. Conducting business using these means, while not being permitted within our Bylaws could render the business out of order.
- XI. Article Seven, Section 1. A) 3): Change the title of Company Representative to Industry Advisor
- Purpose: The current Bylaws do not reflect the new Governance Policy G-11, Role of the Industry Advisor.
- XII. Article Ten, B) Change "... in accordance with the Policy and Procedures Manual – Series 20-21 Association Funds Management." To "... in accordance with the Governance Policy, G-7, Role of the Treasurer."
- Purpose: The reference to "Series 20-12" no longer exists, and was replaced with the new Governance Policy G-7 Role of the Treasurer.

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PAMA Bylaws



PAMA BYLAW CHANGE

_____ NEW
_____ CHANGE

Date Submitted _____
Secretary Review _____
Board of Director's
Review _____

1. New or Change to Existing Bylaw

2. Purpose:
Original:
Change:
Addition:

3. Committee Affected

4. Bylaws Affected

5. Numerical Sequencing Inclusion

6. Governance Policy Affected

Date: _____

Secretary's Signature

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